# CREATING A SUSTAINABLE BUSINESS

World Gold Forum April 13-15, 2021



**TSX, NYSE AMERICAN: GAU** 

#### **Cautionary Note Regarding Forward-Looking Statements**

Certain statements and information contained in this presentation constitute "forward-looking statements" within the meaning of applicable U.S. securities laws and "forward-looking information" within the meaning of applicable Canadian securities laws, which we refer to collectively as "forward-looking statements". Forward-looking statements are statements and information regarding possible events, conditions or results of operations that are based upon assumptions about future conditions and courses of action. All statements and information other than statements of historical fact may be forward looking statements. In some cases, forward-looking statements or bistorical fact may be forward looking statements. In some cases, forward-looking "multiple", "budget", "forecast", "intend", "believe", "predict", "potential", "target", "may", "could", "would", "would", "would", "will" and similar words or phrases (including negative variations) suggesting future outcomes or statements regarding notlook.

Forward-looking statements in this presentation include, but are not limited to: estimates regarding the value of the gold currently held at the AGM; expectations with respect to the Company's exploration program, including the expected results therefrom and the associated impact on the AGM's mineral reserve and resource estimates, the timelines associated therewith, additional follow-on exploration programs, the ability of the exploration programs, that the ability of the exploration programs, that the associated therewith, additional follow-on exploration programs, statements with respect to future sales pursuant to the Company's at-the-market offering; statements with respect to planned mining and development operations at the AGM for 2021; expectations regarding development capital; expected gold production; and cost estimates. Such forward-looking statements will not be curtailed as a result of the COVID-19 pandemic; that the AGM will be able to continue to ship dore from the AGM site to be refined; that the dore produced by the AGM will continue to be able to be refined as a result of the COVID-19 pandemic; that the other current or potential future effects of the COVID-19 pandemic on the Company's business, operations and financial position, including restrictions on the movement of persons (and in particular, the AGM's workforce), restrictions on business activities, including access to the AGM's expensions on other transport of goods, trade restrictions, increases in the cost of necessary inputs, reductions in the availability of necessary inputs and the exploration programs and the expensions on other transport of goods, trade restrictions, increases to the COVID-19 pandemic; will be effective in continuing its operations in the company's assumptions, including restrictions on the transport of goods, trade restrictions, increases in the cost of necessary inputs, reductions in the availability of necessary inputs, reductions in the availability of necessary inputs and to sepanse and processing estimate

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause actual results, performance or achievements to differ materially from those expressed in such forward-looking statements care asonable, but no assurance can be given that these expectations will prove to be correct and you are cautioned not to place undue reliance on forward-looking statements contained herein. Some of the risks and other factors which could cause actual results to differ materially from those expressed in the forward-looking statements contained herein. Some of the risks and other factors which could cause actual results to differ materially from those expressed in the forward-looking statements contained herein. Some of the right of the CAVID-19 pandemic, whether as a result of four-or the AGM's operations may be curstled to resonable, betress, or at all; that the AGM will expose a line daperating into a baine daperating bits on commercially reasonable terres, or at all; the Company and/or the AGM's operating micro and assumptions and the company sand the CGMD-19 pandemic may note to be incorrect. AGM has a limited aperating history and is subject to risks associated with hestabilishing new mining operations in the Company's canter), a diverse geotechnical and geolgical conditions (including geotechnical failures) may rove to be incorrect. AGM has a limited aperating history and is subject to risks associated with exposes of productal failures) and lower throughput or recovery, closures or damage to operations are subject to continuously evolving legislation, company's and/or the Company's and/or the Company's canter), a durate geotechnical and uego and may prove to be incorrect. AGM has a limited aperations have percesser incore assometions will percentions and be appendix on a unsite of accore assumptions and be present or occur as expected; the Company's and/or the Company's and/or the Company's control, adverse geotechnical and geogrations (including geotechnical failures) may resul

Although the Company has attempted to identify important factors that could cause actual results or events to differ materially from those described in the forward-looking statements, you are cautioned that this list is not exhaustive and there may be other factors that the Company has not identified. Furthermore, the Company undertakes no obligation to update or revise any forward-looking statements included in, or incorporated by reference in, this presentation if these beliefs, estimates and opinions or other circumstances should change, except as otherwise required by applicable law.

All numbers presented for the AGM on 100% basis, unless otherwise stated. The AGM is 50:50 Joint Venture with Gold Fields, Galiano is the operator. All dollar amounts US\$ unless otherwise stated.



#### **GALIANO AT A GLANCE**



| Key Information                              |          |
|--|----------|
| Basic shares outstanding <sup>(1)</sup>      | 224.6m   |
| Corporate cash & receivables <sup>(2)</sup>  | \$65.0m  |
| Market capitalization (basic) <sup>(3)</sup> | \$266.5m |
| Share price <sup>(4)</sup>                   | \$1.19   |

(1) Source: NASDAQ

(2) Un-audited as of March 31, 2021

(3) US Listing as of April 9, 2021, NASDAQ

(4) Source: NASDAQ

(5) The Asanko Gold Mine is owned 45% by Galiano and 45% by Gold Fields with the Government of Ghana owning a 10% Free-carried interest. The mine is managed and operated by Galiano.

## **SHARE PERFORMANCE IN 2021**

# GAU has outperformed Gold and the GDXJ to date in 2021

- Solid 2020 operational and financial results:
  - 249,904oz of gold produced at \$1,115/oz AISC<sup>(2)</sup>
  - \$70 million in free cash flow<sup>(2,3)</sup>
- Exploration success
  - Delineated new deposit at Miradani North
  - Extended mineralization at existing pits at the AGM
- Strong corporate balance sheet
  - GAU cash and receivables \$65 million
  - No debt
- Improved liquidity
  - Trading over \$1.9 million per day on the NYSE
  - Added to the GDXJ Index in Q1 rebalancing



#### Share Performance for 2021<sup>(1)</sup>

(1) Source: NASDAQ, April 7, 2021
(2) Asanko Gold Mine on a 100% basis
(3) Refer to Appendix A for non-GAAP financial measures

## **RESPONSIBLE BUSINESS CONDUCT**



#### Limiting environmental impact and remediating any disturbances:

- Maximizing energy efficiency
- **Tracking GHG emissions**
- Minimizing water use
- **Reducing waste**

SOCIAL **Engaging with local communities** to create self-sustaining legacies:

- Improving healthcare services
- Strengthening literacy
- Broadening access to finance •
- Enhance local procurement plan •
- Support community infrastructure



Maintaining sound corporate governance and ethical business:

- Suite of ESG policies •
- Human rights impact assessment
- Independent Tailings Review • Panel
- Sustainability Committee •

International Council on Mining & Metals Health and safety performance indicators













# **STEADY PRODUCTION AT THE AGM<sup>(1)</sup>**

#### • Q1 2021:

- 62,295 oz of gold sold for total revenue of \$110.6M
- Processed 1.4Mt or ore at 1.4 g/t gold
- 95% gold recovery
- Gold production 59,999 ounces
- On track for 2021 guidance:
  - Production 225,000 245,000 oz
  - AISC<sup>(2)</sup>: \$1,100/oz \$1,300/oz
    - Includes \$60-80/oz of non-cash costs associated with processing stockpiled ore
- Mineral Reserves and Resources Update
  - 2020 drilling campaign designed to expand the resources of Akwasiso, Nkran, Abore and Miradani North
  - Technical work at Esaase in order to improve the understanding of the mineralization
  - An updated Mineral Resource and Reserve Estimate effective June 30, 2021 is expected to be released in Q3 2021

Asanko Gold Mine Joint Venture information presented on 100% basis, unless otherwise stated Refer to Appendix A for non-GAAP financial measures

#### AGM JV (100%) – Mill Throughput and Grade



#### AGM JV (100%) - Gold Sales and AISC



# **STRONG CASHFLOW**

#### ASANKO GOLD MINE (AGM JV) (100%)

#### Strong Cash Flow Generation

- 2019: \$44m free cash flow<sup>(1)</sup>
- 2020: \$70m free cash flow<sup>(1)</sup>
- Distributing cash to JV Partners
  - H2 2019 = \$10M/quarter
  - 2020 = \$18.75M/quarter
  - Q1 2021 = \$10M

#### **GALIANO GOLD**

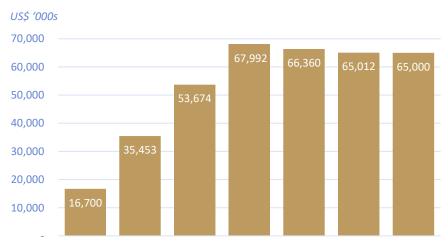
#### Well Positioned

- Strong balance sheet, debt free
- Record earnings for 2020 of \$57.4M or \$0.26/share
- Refreshed board and management team



US\$ '000s





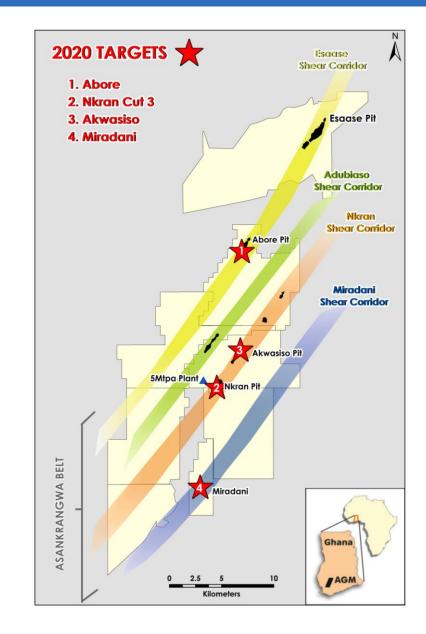
Galiano Cash & Receivable Balance<sup>(2)</sup>

Refer to Appendix A for non-GAAP financial measures
 Unaudited cash and receivable balance as of Sep. 30, 2019, Mar. 31, 2020, Jun. 30, 2020, Sept. 30, 2020, and Mar. 2021

Sept. 2019 Dec. 2019 Mar. 2020 Jun. 2020 Sept. 2020 Dec. 2020 Mar. 2021

## **2020 EXPLORATION SUCCESS**

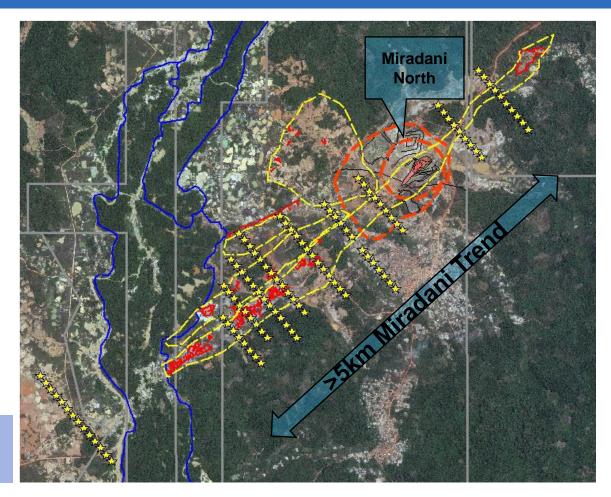
- The AGM covers a 21,300-hectare land package
- Over 40,000 meters drilled in 2020, focusing on four targets:
  - **Abore**, infill drilling focused in the main pit area, mineralization is open along strike. Highlights:
    - Hole 029: 28m @ 4.9 g/t (from 75m)
    - Hole 024: 6m @ 24.3 g/t (from 70m)
  - Nkran Cut 3, in-pit drilling confirmed resource estimate and tested mineralization in push back zones. Highlights:
    - Hole 012: 79m @ 4.7 g/t (from 1m) and 80m @ 3.9 g/t (from 84m)
    - Hole 021: 43m @ 3.3 g/t (from 1m)
  - **Akwasiso**, drilling targeted extensions of the ore body to the north and south. Highlights:
    - Hole 186: 22m @ 2.8 g/t gold (from 155m)
    - Hole 185: 13m @ 4.1 g/t gold (from 39m)
  - Miradani North, prospective target over a 400m x 150 m area of known mineralization. Highlights:
    - Hole 024: 40m @ 2.1 g/t (from 86m)
    - Hole 028: 19m @ 2.2 g/t (from 287m)



#### MIRADANI

- Focus in 2020 on Miradani North:
  - 55 holes of over 16,000 meters of RC and diamond drilling
  - Infill drilling completed to 40 x 40m spacing
  - Maiden resource is expected in Q3 2021
  - Fully permitted, engineering underway to add to the mine plan in 2022/23
- 2021 program stepping out from Mirandani North along 5 km trend
- Drilling program will include:
  - Widely spaced fences moving from the north to the south west
  - ~100 RC holes to 150m; heel-toe, spaced 80m on 400m 500m lines
  - Maiden resource is expected in Q3 2021

The AGM plans to drill over 70,000m in 2021, including over 30,000m at Miradani



# NKRAN CUT 3 – OPPORTUNITY

- Mining from Cut 2 finished in mid-2020, next phase of Nkran will be Cut 3
- Technical Report<sup>1</sup> envisioned commencement of stripping in late 2022
- Recent drilling success has shown significant intercepts below the previously proposed Nkran Cut 3 grade shell
  - Previously 9.1mt @ 1.68g/t for 491koz reserve<sup>1</sup>
  - ~8,000 oz per vertical meter below proposed pit

Q3/Q4

Negotiate

mining

contracts,

hedging

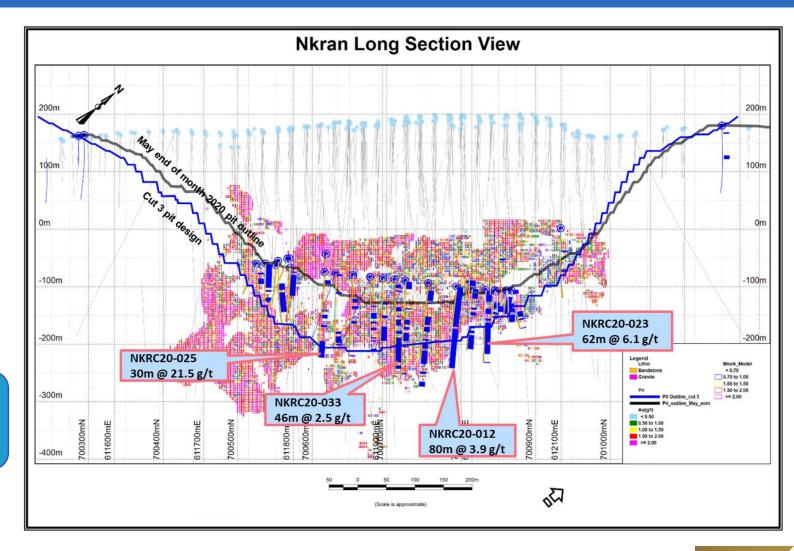
• Opportunity to advance Cut 3 at Nkran to early 2022

Optimize

pit shell

and mining

schedule





Q1

Preliminary

engineering

and

geotech

Q4

Investment

decision.

contracting

### **SUMMARY – CREATING SHAREHOLDER VALUE**



Clear strategy focused on generating FCF and maintaining solid balance sheet



Exploration opportunity on underexplored land package of over 21,000 ha



Cost reduction underway to drive costs down by ~\$100/oz



Refreshed brand, Board and Management



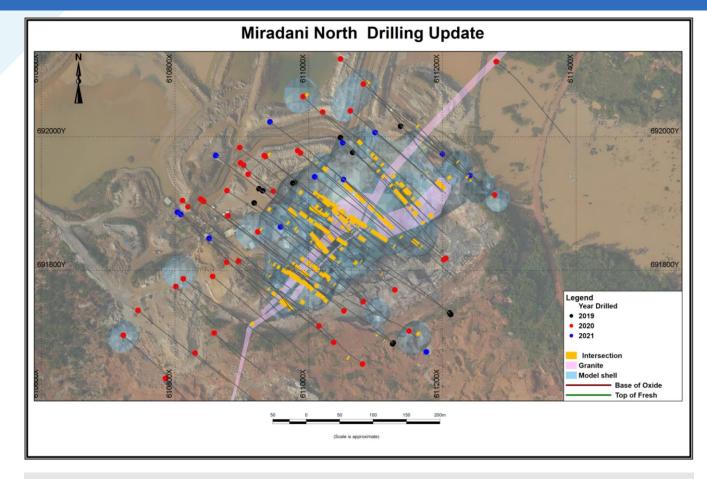
Building on a strong ESG foundation

# **APPENDICES**



### **MIRADANI NORTH**

- 2019 Drilling (April 2019 press release)
  - Tested the target along a 320m strike length
  - Identified encouraging widths of mineralization
  - Hole 008: 74m @ 1.9 g/t (from 185m)
  - Hole 009: 57m @ 3.0 g/t (from 99m)
- Phase 2 Drilling (November 2020 press release)
  - Tested mineralization at nominal 80m intervals
  - Expanded understanding of intercepts hit in 2019
  - Hole 024: 40m @ 2.1 g/t (from 86m)
  - Hole 028: 19m @ 2.2g/t (from 287m)
- Phase 3 Drilling (February 1, 2021 press release)
  - Hole 032: 17m @ 6.3 g/t (from 342m)
  - Hole 039: 35m @ 2.1 g/t (from 85m)
- Phase 3 Drilling (Feb 25, 2021 press release)
  - Hole 049: 133m @ 1.44 g/t (from 189m)
  - Hole 052: 134m @ 1.62 g/t (from 117m)



• Miradani Trend is located 10km south of the AGM processing plant

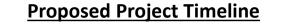
#### **APPENDIX A: NKRAN CUT 3 – OVERVIEW**

- Nkran has been the main source of ore at the AGM since the start of operations
  - Mining from Cut 2 finished in mid-2020, next phase of Nkran will be Cut 3
- Technical Report<sup>1</sup> envisioned commencement of stripping in late 2022
  - Contribution of ~\$145m (at \$1,400/oz gold)<sup>1</sup>
  - 9.1mt @ 1.68g/t for 491koz reserve<sup>1</sup>
  - Total production: ~460koz<sup>1</sup>
  - Timeline to sustainable ore delivery: 30 months<sup>1</sup>
  - ~\$200 million in stripping and establishment capital<sup>1</sup>

Q1

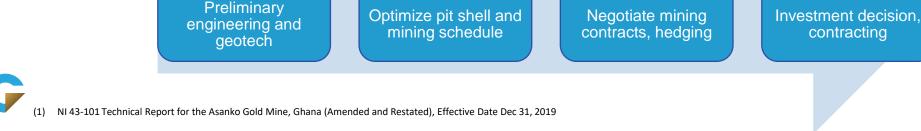
• Drilling success in 2020 supported a revaluation of the plan at

#### Nkran Cut 3



- Opportunity to optimize Nkran Cut 3 and improve the economics relative to the Technical Report
  - ~8,000 oz per vertical metre provides opportunity at depth
  - Technical Report based on legacy mining costs
    - Company well positioned to negotiate and deliver lower mining costs during the stripping and operational phases
  - Possible reduction in lead time to sustainable ore with bigger, dedicated earth moving equipment
  - Opportunity to secure higher metal prices relative to the 43-101

Q4



Q2

Q3/Q4

#### **APPENDIX A - Q4 AND FY 2020 OPERATIONAL AND FINANCIAL PERFORMANCE**

|   | Three months en | ded December 31 | Year ended I | December 31 |
|---|-----------------|-----------------|--------------|-------------|
| Asanko Gold Mine (100% basis)                   | 2020            | 2019            | 2020         | 2019        |
| Ore mined ('000t)                               | 1,964           | 1,405           | 6,193        | 5,071       |
| Waste mined ('000t)                             | 11,773          | 4,956           | 38,272       | 25,719      |
| Total mined ('000t)                             | 13,737          | 6,361           | 44,465       | 30,790      |
| Strip ratio (W:O)                               | 6.0             | 3.5             | 6.2          | 5.1         |
| Average gold grade mined (g/t)                  | 1.4             | 1.6             | 1.5          | 1.5         |
| Mining cost (\$/t mined)                        | 3.20            | 4.86            | 3.40         | 4.52        |
| Ore transportation from Esaase ('000 t)         | 622             | 357             | 2,133        | 1,464       |
| Ore transportation cost (\$/t trucked)          | 7.15            | 8.62            | 7.65         | 8.83        |
| Ore milled ('000t)                              | 1,438           | 1,460           | 5,943        | 5,498       |
| Average mill head grade (g/t)                   | 1.5             | 1.5             | 1.4          | 1.5         |
| Average recovery rate (%)                       | 95              | 94              | 94           | 94          |
| Processing cost (\$/t treated)                  | 10.46           | 10.83           | 10.51        | 10.91       |
| Gold production (oz)                            | 65,571          | 66,112          | 249,904      | 251,044     |
| Gold sales (oz)                                 | 60,655          | 66,095          | 243,807      | 248,862     |
| Average realized gold price (\$/oz)             | 1,828           | 1,465           | 1,711        | 1,376       |
| Operating cash costs <sup>12</sup> (\$/oz)      | 801             | 790             | 803          | 776         |
| Total cash costs <sup>12</sup> (\$/oz)          | 892             | 863             | 889          | 845         |
| All-in sustaining costs <sup>12</sup> (\$/oz)   | 1,179           | 969             | 1,115        | 1,112       |
| All-in sustaining margin <sup>1 2</sup> (\$/oz) | 649             | 496             | 596          | 264         |
| All-in sustaining margin <sup>12</sup> (\$m)    | 39.4            | 32.8            | 145.3        | 65.7        |
| Revenue (\$m)                                   | 111.1           | 97.1            | 418.1        | 341.0       |
| Income from mine operations (\$m)               | 46.3            | 9.1             | 147.9        | 29.2        |
| Cash provided by operating activities (\$m)     | 48.0            | 45.4            | 152.3        | 120.4       |
| Free cash flow <sup>12</sup> (\$m)              | 21.5            | 28.9            | 66.9         | 44.0        |

(1) For the year ended December 31, 2019, mining cost per tonne excluded a provision for a one-time contract termination fee.

(2) Refer to Appendix A for non-GAAP financial measures.

### **APPENDIX B - FOOTNOTES**

**Note 1:** Guidance projections used in this document ("Guidance") are considered "forward-looking statements" and represent management's good faith estimates or expectations of future production results as of the date hereof. Guidance is based upon certain assumptions, including, but not limited to, metal prices, certain exchange rates and other assumptions. Such assumptions may prove to be incorrect and actual results may differ materially from those anticipated. Consequently, Guidance cannot be guaranteed. As such, investors are cautioned not to place undue reliance upon Guidance and forward-looking statements as there can be no assurance that the plans, assumptions or expectations upon which they are placed will occur.

Note 2: The Company has included certain non-GAAP performance measures throughout this presentation. These performance measures are employed by management to assess the Company's and JV's operating and financial performance and to assist in business decision-making. The Company believes that, in addition to conventional measures prepared in accordance with GAAP, certain investors and other stakeholders use this information to evaluate the Company's and JV's operating and financial performance; however, as explained elsewhere herein, these non-GAAP performance measures do not have any standardized meaning. Accordingly, these performance measures are intended to provide additional information and should not be considered in isolation or as a substitute for measures of performance with GAAP.

All-in sustaining costs: In June 2013, the World Gold Council ("WGC"), a non-regulatory association of many of the world's leading gold mining companies established to promote the use of gold to industry, provided guidance for the calculation of "all-in sustaining costs per gold ounce" in an effort to encourage improved understanding and comparability of the total costs associated with mining an ounce of gold. The Company has adopted the reporting of "all-in sustaining costs per gold ounce", which is a non-GAAP performance measure. The Company believes that the all-in sustaining costs per gold ounce measure provides additional insight into the costs of producing gold by capturing all of the expenditures required for the discovery, development and sustaining of gold production and allows the Company to assess its ability to support capital expenditures to sustain future production of which is subject to the terms of the JVA. Accordingly, it is intended to provide addition and should not be considered in isolation or as a substitute for measures of performance with IFRS. Other companies may calculate all-in sustaining costs per gold to addition for use by both JV partners, rather it is calculated by the Company solely for the Company's own disclosure purposes. See below for reconciliations of AISC of the AGM to various operating expenses of the Company.

|  | Year ended <sup>(1)</sup> |               |               |               |               |  |  |  |  |
|--|---------------------------|---------------|---------------|---------------|---------------|--|--|--|--|
| (in thousands of US dollars except per ounce amounts)      | Dec. 31, 2020             | Dec. 31, 2019 | Dec. 31, 2018 | Dec. 31, 2017 | Dec. 31, 2016 |  |  |  |  |
| Total cash costs   | 216,656                   | 210,392       | 170,923       | 127,379       | 96,987        |  |  |  |  |
| General & Administrative expenses – JV <sup>(2)</sup>      | 7,072                     | 6,341         | 8,609         | 11,117        | 8,844         |  |  |  |  |
| Sustaining capital expenditures                            | 13,971                    | 6,442         | 3,892         | 8,447         | 3,727         |  |  |  |  |
| Sustaining capitalized stripping costs <sup>(3)</sup>      | 16,546                    | 37,075        | 59,769        | 59,915        | 35,952        |  |  |  |  |
| Reclamation cost accretion                                 | 550                       | 903           | 888           | 650           | 124           |  |  |  |  |
| Sustaining lease payments                                  | 16,344                    | 13,705        | -             | -             | -             |  |  |  |  |
| Interest on lease liabilities                              | 732                       | 1,817         | -             | -             | -             |  |  |  |  |
| All-in sustaining cost                                     | 271,871                   | 276,675       | 244,081       | 207,508       | 145,634       |  |  |  |  |
| Gold ounces sold   | 243,807                   | 248,862       | 227,772       | 206,079       | 147,950       |  |  |  |  |
| All-in sustaining cost per gold ounce sold (\$/ounce) – JV | 1,115                     | 1,112         | 1,072         | 1,007         | 984           |  |  |  |  |
| Average realized price per gold ounce sold (\$/ounce)      | 1,711                     | 1,376         | 1,247         | 1,243         | 1,247         |  |  |  |  |
| All-in sustaining margin (\$/ounce)                        | 596                       | 264           | 175           | 236           | 263           |  |  |  |  |
| All-in sustaining margin                                   | 145,309                   | 65,700        | 39,860        | 48,635        | 38,911        |  |  |  |  |



(1) The AGM did not commence commercial production until April 1, 2016 and, therefore, all-in sustaining costs per gold ounce for the years ended December 31, 2019, December 31, 2018 and December 31, 2017 may not be comparable to the year ended December 31, 2016

2) Excluded from the G&A costs of the AGM is non-cash share-based compensation expense of \$362k for the year ended December 31, 2020 (2019 - \$208k; 2018 - \$199k; 2017 - \$79k)

(3) Excludes stripping costs on operating pits which have yet to achieve steady-state production

### **APPENDIX B – FOOTNOTES CONT'D**

|   | Three months ended <sup>(1)</sup> |                   |                  |                  |                  |                   |                  |                  |
|---|-----------------------------------|-------------------|------------------|------------------|------------------|-------------------|------------------|------------------|
| (in thousands of US dollars except per ounce<br>amounts)      | Dec.31,<br>2020                   | Sept. 30,<br>2020 | Jun. 30,<br>2020 | Mar. 31,<br>2020 | Dec. 31,<br>2019 | Sept. 30,<br>2019 | Jun. 30,<br>2019 | Mar. 31,<br>2019 |
| Total cash costs  | 54,128                            | 67,133            | 49,536           | 45,859           | 57,044           | 54,920            | 48,042           | 50,386           |
| General & Administrative expenses – JV <sup>(1)</sup>         | 1,345                             | 2,223             | 1,744            | 1,760            | 1,333            | 2,135             | 1,471            | 1,402            |
| Sustaining capital expenditures                               | 2,427                             | 3,562             | 7,043            | 939              | 1,253            | 728               | 4,028            | 433              |
| Sustaining capitalized stripping costs                        | 9,091                             | 3,392             | 3,131            | 932              | 3,405            | 10,261            | 20,489           | 2,920            |
| Reclamation cost accretion                                    | 174                               | 126               | 114              | 13               | 272              | 201               | 212              | 218              |
| Sustaining lease payments                                     | 4,253                             | 3,708             | 3,691            | 4,692            | 436              | 5,479             | 3,654            | 4,136            |
| Interest on lease liabilities                                 | 96                                | 149               | 192              | 295              | 307              | 592               | 402              | 516              |
| All-in sustaining cost  | 71,514                            | 80,293            | 65,451           | 54,613           | 64,050           | 74,316            | 78,298           | 60,011           |
| Gold ounces sold  | 60,655                            | 53,975            | 61,357           | 67,820           | 66,095           | 63,009            | 66,337           | 53,421           |
| All-in sustaining cost per gold ounce sold<br>(\$/ounce) – JV | 1,179                             | 1,488             | 1,067            | 805              | 969              | 1,179             | 1,180            | 1,123            |
| Average realized price per gold ounce sold (\$/ounce)         | 1,828                             | 1,862             | 1,651            | 1,542            | 1,465            | 1,443             | 1,290            | 1,292            |
| All-in sustaining margin (\$/ounce)                           | 649                               | 374               | 584              | 737              | 496              | 264               | 110              | 169              |
| All-in sustaining margin                                      | 39,365                            | 20,187            | 35,832           | 49,983           | 32,783           | 16,634            | 7,297            | 9,028            |

Free Cash Flow: The Company uses the financial measure Free Cash Flow, which is a non-GAAP financial measure, to supplement information in its consolidated annual financial statements. Free Cash Flow does not have any standardized meaning prescribed under IFRS, and therefore it may not be comparable to similar measures employed by other companies. The Company believes that in addition to conventional measures prepared in accordance with IFRS, the Company and certain investors and analysts use this information to evaluate the JV's performance with respect to its operating cash flow capacity to meet non-discretionary outflows of cash. The presentation of Free Cash Flow is not meant to be a substitute for the cash flow information presented in accordance with IFRS, but rather should be evaluated in conjunction with such IFRS measures. Free Cash Flow is calculated as cash flows from operating activities of the JV adjusted for cash flows associated with sustaining and non-sustaining capital expenditures and payments made to mining contractors for leases capitalized under IFRS 16.

) Excluded from the G&A costs of the AGM is non-cash share-based compensation expense of \$84k for the three months ended Dec. 31, 2020 (Mar. 31, 2019 - \$16k, Jun. 30, 2019 - \$39k, Sept. 30, 2019 - \$75k, Dec. 31, 2019 - \$78k, Mar. 31, 2020 - \$84k, Jun. 30, 2020 - \$53k, Sept. 30, 2020 - \$142k)

#### **APPENDIX C - CAUTIONARY NOTE**

#### Cautionary Note to United States Investors Regarding Mineral Reporting Standards:

As a British Columbia corporation and a "reporting issuer" under Canadian securities laws, the Company is required to provide disclosure regarding its mineral properties, including the AGM, in accordance with Canadian National Instrument 43-101 Standards of Disclosure for Mineral Projects ("**NI 43-101**"). NI 43-101 is a rule developed by the Canadian Securities Administrators that establishes standards for all public disclosure an issuer makes of scientific and technical information concerning mineral projects. In accordance with NI 43-101, the Company uses the terms mineral reserves and resources as they are defined in accordance with the CIM Definition Standards on mineral reserves and resources (the "**CIM Definition Standards**") adopted by the Canadian Institute of Mining, Metallurgy and Petroleum. In particular, the terms "mineral reserve", "proven mineral reserve", "probable mineral reserve", "mineral resource", "indicated mineral resource" and "inferred mineral resource" used in this annual report and the documents incorporated by reference herein are Canadian mining terms defined in accordance with CIM Definition Standards. These definitions differ from the definitions in the disclosure requirements promulgated by the SEC. Accordingly, information contained in this press release may not be comparable to similar information made public by U.S. companies reporting pursuant to SEC disclosure requirements.

United States investors are also cautioned that while the SEC will now recognize "measured mineral resources", "indicated mineral resources" and "inferred mineral resources", investors should not to assume that any part or all of the mineralization in these categories will ever be converted into a higher category of mineral resources or into mineral reserves. Mineralization described using these terms has a greater amount of uncertainty as to their existence and feasibility than mineralization that has been characterized as reserves. Accordingly, investors are cautioned not to assume that any "measured mineral resources", "indicated mineral resources", or "inferred mineral resources" that the Company reports are or will be economically or legally mineable.

Further, "inferred resources" have a greater amount of uncertainty as to their existence and as to whether they can be mined legally or economically. Therefore, United States investors are also cautioned not to assume that all or any part of the inferred resources exist. In accordance with Canadian rules, estimates of "inferred mineral resources" cannot form the basis of feasibility or other economic studies, except in limited circumstances where permitted under NI 43-101.

## **APPENDIX C – MINERAL RESOURCE & MINERAL RESERVE ESTIMATE**

#### Mineral Resource Estimate as at December 31, 2019

|            |                | Measured          |                        |                | Indicated         |                        |                | /leasured & Indicated Total |                        |                | Inferred          |                        |
|------------|----------------|-------------------|------------------------|----------------|-------------------|------------------------|----------------|-----------------------------|------------------------|----------------|-------------------|------------------------|
| Deposit    | Tonnes<br>(Mt) | Au Grade<br>(g/t) | Au<br>Content<br>(koz) | Tonnes<br>(Mt) | Au Grade<br>(g/t) | Au<br>Content<br>(koz) | Tonnes<br>(Mt) | Au Grade<br>(g/t)           | Au<br>Content<br>(koz) | Tonnes<br>(Mt) | Au Grade<br>(g/t) | Au<br>Content<br>(koz) |
| Nkran      |                |                   |                        | 8.5            | 2.14              | 586                    | 8.5            | 2.14                        | 586                    | -              | -                 | -                      |
| Esaase     |                |                   |                        | 43.2           | 1.69              | 2,348                  | 43.2           | 1.69                        | 2,348                  | 5.4            | 1.54              | 269                    |
| Akwasiso   |                |                   |                        | 2.8            | 1.82              | 165                    | 2.8            | 1.82                        | 165                    | 0.4            | 2.16              | 29                     |
| Abore      |                |                   |                        | 4.7            | 1.46              | 221                    | 4.7            | 1.46                        | 221                    | 0.9            | 1.69              | 48                     |
| Asuadai    |                |                   |                        | 1.3            | 1.32              | 55                     | 1.3            | 1.32                        | 55                     | 0.0            | 1.24              | 2                      |
| Adubiaso   |                |                   |                        | 1.2            | 1.88              | 71                     | 1.2            | 1.88                        | 71                     | 0.2            | 1.43              | 9                      |
| Stockpiles | 2.3            | 0.76              | 57                     |                |                   |                        | 2.3            | 0.76                        | 57                     |                |                   |                        |
| Total      | 2.3            | 0.76              | 57                     | 61.7           | 1.74              | 3,447                  | 64.1           | 1.70                        | 3,504                  | 7.0            | 1.59              | 357                    |

Notes:

- Estimated Mineral Resources are reported at a cut-off grade of 0.5 g/t gold and assuming a gold price of US\$1,500/oz.
- Figures are rounded to the appropriate level of precision for the reporting of Mineral Resources.
- Due to rounding, some columns or rows may not compute as shown.
- Estimated Mineral Resources are stated as in situ dry metric tonnes.
- Estimated Mineral Resources are reported inclusive of Estimated Mineral Reserves. Mineral Resources that are not Mineral Reserves do not have demonstrated economic viability. The estimate of Mineral Resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues including but not limited to those noted under Cautionary Note Regarding Forward-Looking Statements.
- The Nkran, Esaase and Akwasiso MREs have been prepared by CSA Global who are independent of the Company. The Abore, Asuadai and Adubiaso MREs have been prepared by the Company and reviewed and accepted by CSA Global.



### **APPENDIX C CONT'D – MINERAL RESOURCE & MINERAL RESERVE ESTIMATE**

#### Mineral Reserve Estimate as at December 31, 2019

|              |                | Proven            |                        |                | Probable          |                        | Proven & Probable Total |                   |                        |
|--------------|----------------|-------------------|------------------------|----------------|-------------------|------------------------|-------------------------|-------------------|------------------------|
| Deposit      | Tonnes<br>(Mt) | Au Grade<br>(g/t) | Au<br>Content<br>(koz) | Tonnes<br>(Mt) | Au Grade<br>(g/t) | Au<br>Content<br>(koz) | Tonnes<br>(Mt)          | Au Grade<br>(g/t) | Au<br>Content<br>(koz) |
| Nkran        |                |                   |                        | 10.9           | 1.64              | 577                    | 10.9                    | 1.64              | 577                    |
| Esaase Main  |                |                   |                        | 29.1           | 1.33              | 1,245                  | 29.1                    | 1.33              | 1,245                  |
| Esaase South |                |                   |                        | 4.5            | 1.44              | 210                    | 4.5                     | 1.44              | 210                    |
| Akwasiso     |                |                   |                        | 1.9            | 1.43              | 87                     | 1.9                     | 1.43              | 87                     |
| Abore        |                |                   |                        | 2.8            | 1.42              | 127                    | 2.8                     | 1.42              | 127                    |
| Adubiaso     |                |                   |                        | 0.8            | 1.51              | 38                     | 0.8                     | 1.51              | 38                     |
| Asuadai      |                |                   |                        | 1.0            | 1.12              | 37                     | 1.0                     | 1.12              | 37                     |
| Stockpiles   | 2.3            | 0.76              | 57                     |                |                   |                        | 2.3                     | 0.76              | 57                     |
| Total        | 2.3            | 0.76              | 57                     | 51.1           | 1.41              | 2,320                  | 53.4                    | 1.38              | 2,377                  |

Notes:

- Estimated Mineral Reserves are reported assuming a gold price of US\$1,300/oz.
- Estimated Mineral Reserves are defined within pit designs guided by pit shells derived from Whittle Four-X™ software (Whittle).
- Estimated Mineral Reserves are reported based on the maximum of: (a) the calculated marginal cut-off grades for each of the pits ranging between (0.38 0.71) g/t gold, and (b) 0.50 g/t gold.
- Figures are rounded to the appropriate level of precision for the reporting of Mineral Reserves. Due to rounding, some columns or rows may not compute as shown.
- Estimated Mineral Reserves are stated as in situ dry metric tonnes.
- The mine plan underpinning the estimated Mineral Reserves has been prepared by Snowden and reviewed and accepted by CSA Global. Both Snowden and CSA Global are independent of the Company.
- No Mineral Reserves have been estimated using estimated Inferred Mineral Resources. The estimate of Mineral Reserves may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues including but not limited to those noted under Cautionary Note Regarding Forward-Looking Statements.

#### **Qualified Person Statement**

The scientific and technical contents in this presentation have been approved by Mr DM Begg, Pr.Sci.Nat., Senior Vice President Technical Services of Galiano Gold Inc., who is a "Qualified Person" as defined by Canadian National Instrument 43-101 (Standards of Mineral Disclosure). Mr. Begg is not independent of Galiano Gold Inc.

The data verification processes applied for the purposes of this presentation are consistent with those described in the Company's Amended and Restated Definitive Feasibility Study related to the AGM on June 9, 2017 (amended and restated on December 20, 2017).

#### **CONTACT US**

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